

# **EXHIBIT S**

070315000 043

GW/B

ARTICLES OF ORGANIZATION  
OF  
MATHIESONMCARDLE LLC

Under Section 203 of the Limited Liability Company Law.

FIRST: The name of the limited liability company is **MATHIESONMCARDLE LLC**.

SECOND: The county within the state in which the office of the limited liability company is to be located is New York.

THIRD: The Company does not have a specific date of dissolution in addition to the events of dissolution set forth by law.

FOURTH: The Secretary of State is designated as agent of the limited liability company upon whom process against it may be served. The post office address within or without this state to which the Secretary of State shall mail a copy of any process against the limited liability company served upon him or her is:

c/o JC Deniro & Associates  
174-A Ninth Avenue  
New York, New York 10011

FIFTH: The effective date of the Articles of Organization shall be the date of filing with the Secretary of State.

SIXTH: The limited liability company is to be managed by 1 or more members.

IN WITNESS WHEREOF, this certificate has been subscribed to this 14th day of March, 2007 by the undersigned who affirms that the statements made herein are true under the penalties of perjury.

*Lawrence A. Kirsch*

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Lawrence A. Kirsch, Organizer